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IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION

-----X	
In re	: Chapter 11
	:
CIRCUIT CITY STORES, INC., et al.,	: Case No. 08-35653 (KRH)
	:
Debtors.	: Jointly Administered
-----X	

**AGREED ORDER PURSUANT TO SECTIONS 362(D) AND 365(a) OF THE  
UNITED STATES BANKRUPTCY CODE AND RULES 4001(A) AND 9014 OF  
THE FEDERAL RULES OF BANKRUPTCY PROCEDURE AUTHORIZING  
REJECTION OF A CERTAIN UNEXPIRED LEASE OF NONRESIDENTIAL  
REAL PROPERTY BETWEEN DEBTOR AND P/A-ACADIA PELHAM MANOR,  
LLC AND MODIFYING THE AUTOMATIC STAY TO PERMIT THE  
LANDLORD TO TAKE POSSESSION OF THE PREMISES**

Upon the motion (the "Motion") of P/A-Acadia Pelham Manor, LLC ("Movant"), a  
landlord of Circuit City Stores, Inc., debtor and debtor-in-possession in the above-captioned

case, for entry of an order pursuant to Section 362(d) of the United States Bankruptcy Code and Rules 4001(a) and 9014 of the Federal Rules of Bankruptcy Procedure modifying the automatic stay to permit Movant to terminate the governing lease between Movant and the Debtor for nonresidential real property (the “Premises”) located in the Pelham Manor Shopping Plaza in Westchester, New York, and referred to as Store No. 4236, all as more fully set forth in the Motion; and the Court having reviewed the Motion; and the Court having determined that the relief requested in the Motion is in the best interests of the Debtors, their estates, their creditors, and other parties in interest; and it appearing that proper and adequate notice of the Motion has been given and that no other or further notice is necessary; and upon the record herein; and after due deliberation thereon; and the Debtor and Movant having consented to the relief set forth herein; and good and sufficient cause appearing therefor, it is hereby

ORDERED, ADJUDGED, AND DECREED that:

1. The Motion is GRANTED to the extent set forth herein.
2. Pursuant to Bankruptcy Code section 365(a), the Lease is deemed rejected as of a date not later than January 16, 2009 (the “Rejection Date”). Movant is entitled to immediate possession of the Premises as of the Rejection Date and, pursuant to section 362(d) of the Bankruptcy Code and Rules 4001(a) and 9014 of the Federal Rules of Bankruptcy Procedure, the automatic stay is hereby modified to permit Movant to take possession of the Premises.
3. Pursuant to Bankruptcy Code section 554, the Debtors are authorized to abandon any and all furniture, fixtures, equipment, inventory and/or any other personal property (“Abandoned Property”) located at the Premises, and such Abandoned Property is deemed abandoned on the Rejection Date to Movant free and clear of all liens, claims and other interests, and Movant may, in its sole discretion and without further notice, dispose of such Abandoned

Property without liability to the Debtors or any third parties claiming an interest in such Abandoned Property.

4. This Order is without prejudice to the claims and defenses of the parties including, without limitation: (a) Movant's right to assert claims against the Debtors for (i) damages as a result of the rejection of the Lease, (ii) administrative rent for the period from November 10, 2008 through and including the Rejection Date, and (iii) any other damages to which Movant may be entitled; and (b) Debtors' defenses to all of such claims.

5. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

6. This Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: Richmond, Virginia  
January \_\_, 2009

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HONORABLE KEVIN R. HUENNEKENS  
UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

/s/ Michael D. Mueller

Michael D. Mueller, Esq.

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**CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)**

I hereby certify that that the proposed order has been served upon or endorsed by all necessary parties.

/s/ Douglas M. Foley